

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

**ARMSTRONG FLOORING, INC., et al.,
Debtors.¹**

Chapter 11

Case No. 22-10426 (MFW)

(Jointly Administered)

Related Docket Nos. 1284, 1325 and 1332

**ORDER CONVERTING DEBTORS' CHAPTER 11 CASES TO CASES UNDER
CHAPTER 7 OF THE BANKRUPTCY CODE**

Upon the Debtors' Motion for Entry of an Order (I) Approving Procedures for the Dismissal of the Debtors' Chapter 11 Cases, (II) Authorizing the Debtors to Make Distributions to Claimants Holding Allowed Administrative Claims; (III) Establishing Procedures with Respect to Final Fee Applications; (IV) Directing the Debtor Entities to be Dissolved; and (V) Granting Related Relief [[Docket No. 1284](#)] (the "**Motion**")² and the objections thereto: (i) Objection of the United States Trustee to Debtors' Motion for Entry of an Order (I) Approving Procedures for the Dismissal of the Debtors' Chapter 11 Cases, (II) Authorizing the Debtors to Make Distributions to Claimants Holding Allowed Administrative Claims; (III) Establishing Procedures with Respect to Final Fee Applications; (IV) Directing the Debtor Entities to be Dissolved; and (V) Granting Related Relief [[Docket No. 1332](#)]; and (ii) Mexichem Specialty Resins, Inc.'s Objection to Debtors' Motion for Entry of an Order (I) Approving Procedures for the Dismissal of the Debtors' Chapter 11 Cases, (II) Authorizing the Debtors to Make Distributions to Claimants Holding Allowed

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective tax identification numbers, are as follows: Armstrong Flooring, Inc. (3305); AFI Licensing LLC (3265); Armstrong Flooring Latin America, Inc. (2943); and Armstrong Flooring Canada Ltd. (N/A). The address of the Debtors' corporate headquarters is c/o Riveron Management Services, LLC, 265 Franklin Street, Suite 1004, Boston, MA 02110.

² Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Motion.

Administrative Claims; (III) Establishing Procedures with Respect to Final Fee Applications; (IV) Directing the Debtor Entities to be Dissolved; and (V) Granting Related Relief [[Docket No. 1325](#)] (the “**Objections**”); and the Court having held a hearing on the Motion and Objections on April 11, 2023 (the “**Hearing**”); and the Court finding it has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334, this Motion is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), that notice of the Motion was due and proper under the circumstances, and that, as stated on the record at the Hearing, cause exists to convert the Debtors’ Chapter 11 cases to cases under Chapter 7 pursuant to 11 U.S.C. § 1112(b); and the Court finding further that conversion of the Debtors’ Chapter 11 cases is in the best interest of the Debtors’ estates and creditors;; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is DENIED and the Objections are SUSTAINED for the reasons set forth on the record at the Hearing, which are incorporated herein by reference as if fully set forth herein.
2. The Debtors’ Chapter 11 cases shall be converted to cases under Chapter 7 of the Bankruptcy Code pursuant to section 1112(b) of the Bankruptcy Code, effective as of the date of this Order (the “**Effective Date**”).
3. The Office of the United States Trustee shall appoint a Chapter 7 trustee (the “**Trustee**”) for the Debtors’ estates.
4. The Debtors, on or as soon as practicable after the Conversion Date, shall immediately turn-over to the Trustee any and all records and estate property under their dominion, control and custody and as required by Federal Rule of Bankruptcy Procedure 1019(4).
5. Within fourteen (14) days of the Effective Date, the Debtors shall file schedules of

unpaid debts incurred after the filing of the petition and before conversion of the Chapter 11 Cases, including the name and address of each holder of a claim as required by Bankruptcy Rule 1019(5)(A)(ii).

6. Within thirty (30) days of the Effective Date, the Debtors shall file and transmit to the United States Trustee a final report and account as required by Bankruptcy Rule 1019(5)(A)(ii).

7. A representative of the Debtors and, if requested by the Trustee, counsel to the Debtors in the Chapter 11 Cases, shall appear at the first meeting of creditors after conversion of the Debtors' cases to Chapter 7 pursuant to sections 341(a) and 343 of the Bankruptcy Code, and such representative shall be available to testify at such meeting.

8. On the Effective Date, the Committee shall be immediately dissolved, and all professionals retained by the Committee shall be immediately discharged, with no further action required by the Debtors or the Committee.

9. To the extent professionals retained in the Chapter 11 Cases have not already submitted final fee applications to the Court, all professionals shall submit a final fee application in accordance with the Bankruptcy Code, Bankruptcy Rules, Local Rules, and orders of this Court by no later than thirty (30) days from entry of this Order (the "**Final Fee Application Deadline**"). Final fee applications shall include the amount such retained professional has been paid to date, any remaining retainer amount held, any amounts held in a reserve for purposes of paying professional fees, and the remaining amount outstanding. Objections, if any, shall be filed and served by no later than twenty-one (21) days after the Final Fee Application Deadline. The Court will hold a hearing on such final fee applications on June 21, 2023, at 2:00 p.m. (Eastern).

10. This Order is effective immediately upon entry, notwithstanding any Bankruptcy Rule to the contrary.

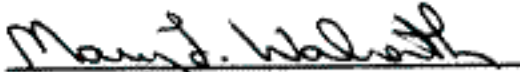
11. The Debtors are authorized to take all actions necessary to implement and effectuate the terms of this Order.

12. The claims and noticing agent in the Debtors' cases shall comply with Local Rule 2002-1(f) as applicable.

13. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: April 17th, 2023
Wilmington, Delaware

00047551.2


MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE